



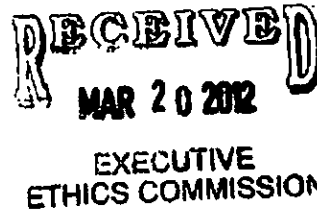
State of Illinois

Chief Procurement Office General Services

Matt Brown, Chief Procurement Officer

17EEC009

Chad Fornoff, Executive Director
Executive Ethics Commission
401 South Spring Street
513 Wm. Stratton Building
Springfield, Illinois 62706



March 20, 2012

Re: Request for Exemption of Section 50-13 Conflict of Interest for Thomas and Beth Bartolomucci and Hanson Professional Services, Inc.

Dear Director Fornoff,

I am writing to request that the Executive Ethics Commission issue an exemption in accordance with Section 50-20 of the Illinois Procurement Code. After reviewing documentation provided by the vendor, Agency, and CMS, as well as additional information provided by several parties, and the publicly available information about the above-listed entity, I have determined, as explained below, that an actual conflict of interest under 30 ILCS 500/50-13(a) and 50-13(b) of the Procurement Code has been identified.


On March 6, 2012 the Chief Procurement Office received a conflict of interest for review from Central Management Services which concerned the firm Hanson Professional Services, Inc ("Hanson"). Hanson received a bid award for IFB No. 22023208 from the Illinois Toll Highway Authority. The value of the contract is \$22,000,000.00. The disclosures submitted by Hanson claimed a number of potential conflicts of interest for several Hanson shareholders. Among those, was disclosed that Hanson shareholder, Thomas Bartolomucci, is married to an Illinois State Police employee, Beth Bartolomucci. The disclosures, dated December 2011, stated that Mrs. Bartolomucci's "earnings from ISP are less than \$106,447.20 per year." This information appears to have been correct in December 2011, but after the beginning of 2012 Mrs. Bartolomucci's salary shown in Comptroller and ISP records to have increased. These records showed Mrs. Bartolomucci's present compensation from ISP to exceed \$9,100 per month, which over 12 months would exceed 60% of the Governor's salary. Hanson was asked to address this discrepancy and promptly amended its disclosures. Hanson's amended disclosures stated Mrs. Bartolomucci's "earnings from ISP are \$107,700 per year." This amount exceeds 60% of the Governor's salary (\$106,447.20) and, as such, Mr. and Mrs. Bartolomucci are individuals prohibited from having or acquiring any State contract, or any direct interest therein, by 30 ILCS 500/50-13(a). In turn, Mr. Bartolomucci's ownership interest in Hanson Professional Services, Inc. is disclosed as 0.99% or \$183,163.50. The dollar amount of this interest exceeds the salary of the Governor (\$177,412.00) and, combined with Mr. Bartolomucci's prohibition under section 50-13(a), results in the entire firm being prohibited from having or acquiring a State contract, or direct pecuniary interest therein, by 30 ILCS 500/50-13(b).

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712 Stratton Office Building
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(217) 558-2164 Facsimile



Pursuant to Section 50-20, the Chief Procurement Officer may seek an exemption from a 50-13 prohibition if, in his "judgment, the public interest in having the individual in the service of the State outweighs the public policy evidenced" by Section 50-13. In this case, Ms. Bartolomucci has worked for the Illinois State Police since 1997 and her work in the Information Services/Information & Technology Command appears entirely unrelated to the Hanson contract at issue. In addition, the contract awarded to Hanson by ITHA was competitively bid and selected. Hanson appears to have had a long history of working with the State which pre-dates the existence of this conflict of interest. As such, in my judgment the public interest in having Mrs. Bartolomucci in State service, and maintaining the State's ability to contract with Mr. Bartolomucci's firm, Hanson Professional Services, Inc., outweighs the public policy evidenced in Section 50-13 of the Procurement Code. As such, I request that the Executive Ethics Commission in accordance with Section 50-20 of the Procurement Code exempt Mr. and Mrs. Bartolomucci, and by extension Hanson Professional Services, Inc., from the specific prohibitions of Section 50-13 triggered by Mrs. Bartolomucci's employment at the Illinois State Police.

Sincerely,



Matt Brown
Chief Procurement Officer, General Services

cc: Aaron Carter, Procurement Policy Board
Bill Grunloh, Chief Procurement Officer – IDOT
Fred Hahn, Chief Procurement Officer, CDB
Ben Bagby, Chief Procurement Officer, Higher Education
Steve Rotello, Chief Procurement Compliance Monitor
Kellye Keyes, State Purchasing Officer
John Curcio, Procurement Compliance Monitor
John Donato, Illinois Toll Highway Authority
John Nelson, Hanson Professional Services, Inc.
Beth Bartolomucci, Illinois State Police

Hanson Professional Services, Inc.
Bartolomucci 50-13 Conflict Issue
Contracts with General Services as of March 27, 2012

The following is a list of contracts General Services' Agencies have with Hanson Professional Services:

1. **Illinois Toll Highway Authority**

- Contract Number I-11-4022, Award: \$22,000,000.00: A professional services contract for design services related to widening of the roadway and 24 structures on the Jane Addams Memorial Tollway from IL Route 47 to Genoa Road. Construction is scheduled to begin next year for the westbound section and will include repairs of the crossroad bridges. Eastbound construction will be done in 2014. Anticipated start: 4/1/12 (No work has started), Substantial completion: 12/31/2012, Expiration: 12/31/2017. The Contract may renew for 2 additional one year terms or one additional 2 year term, as agreed upon by the Parties.
- Contract Number RR-10-5613 includes Hansen as a subcontractor. Design of the roadway resurfacing of the Veterans Memorial Tollway from I-55 to Army Trail Road. Design work under this contract includes preparation of contract plans for repairs of 4 flyover bridges and underpass lighting. Construction will start in 2012 with the replacement of underpass lighting on I-88 over I-355. This project also includes repairs of 4 overhead bridges. Construction will continue in 2013 and include resurfacing of ramps of Butterfield Road. 2013 work also includes patching on the north and south end of the Veterans Memorial Tollway.
- Contract Number RR-11-5637 includes Hansen as a subcontractor. Construction management services for roadway and bridge rehabilitation of the Tri-State Tollway from the Bensenville Bridge to Balmoral Avenue. The Consultant will perform on-site inspection, review layout of the contract including design changes, provide geotechnical inspection and testing, prepare records, maintain documentation, submit pay estimates and change orders and any other duties requiring the services of an engineer to complete this project on a timely basis and in accordance with Tollway specifications. Construction of this project is scheduled to start in Spring 2012, with a Fall 2012 completion.
- Contract Number RR-11-5638 includes Hansen as a subcontractor. Design Section Engineering services for the rehabilitation and repair of 3 bridges on the Tri-State Tollway between IL 394 to 167th Street. HBM will initially provide preliminary design services for the 3 bridges, which will determine the scope of the final design. This review is requested for the sub-contract with Hanson Professional Services, Inc, (815 Commerce Drive, Ste. 200, Oak Brook, IL 60532 James Messmore, Sr. Vice President (630) 990-3800. Scope: Structural Rehabilitation and Modification and Final Structure Design.)

2. **Illinois Emergency Management Agency**

- Contract Number 1245HANEN1, Award \$2,957,724.00 (985,908.00 for each twelve month period): A professional services contract to provide technical review and construction oversight for (TRONOX) Kerr-McGee West Chicago Rare Earth Facility decommissioning and closure activities. The Agency oversees licensing and site decommissioning of the Kerr McGee Rare Earths Facility in West Chicago. Site decommissioning consists of excavating radioactive contaminated materials from a 43-acre site located in a residential neighborhood. In addition, past operations have contaminated groundwater beneath and down gradient from the site. Over 750 documents and 42 license amendments supporting the site cleanup require technical review and the size of the site requires on-site observation by several technical disciplines to ensure cleanup activities are conducted in compliance with license conditions, and workers, the public and environment are protected from undue exposure to radioactivity. Hanson Professional Services (Hanson) continues to provide the Agency with engineering, geology, hydrogeology, health physics, laboratory support and field verification services for the Kerr McGee decommissioning project. Hanson has developed the soil decontamination criteria report, groundwater protection standards for site-specific constituents, and non-radiological soil remediation objectives required by regulations. Hanson also assists the Agency in evaluating environmental monitoring, conducting dose assessments, and preparing environmental and safety evaluation reports. Contract Start Date: 09/29/10; Contract End Date: 09/29/13; This contract includes two three year renewal options which will not be invoked. These were included in error and were not authorized via the PBC or Sole Source Hearing. Present Status: This project is in its final phase but IEMA anticipates that Hansen services will be required for an additional ten years. Five years for groundwater clean-up and remediation and an additional five years to monitor for compliance.

3. **Illinois Department of Transportation – Non-Construction**

- No. 20010001106, Contract Number DOT02-LAC-AER-01 for \$14,455,029.58: South Suburban Land Acquisition, Property Management for Aeronautics. Procurement of a qualified contractor to purchase property, administer relocation assistance and property management of state owned property required for the South Suburban Airport. Start Date: 7/1/01 thru 6-30-06 with a 5 year renewal and escalation clause.
- Contract Number 12-DOA-17 for \$18,033,190.00: South Suburban Land Acquisition, Property Management for Aeronautics. Procurement of a qualified contractor to continue to purchase property, administer relocation assistance and property management of state owned property required for the South Suburban Airport. Start Date: 9-29-11 thru 9-28-16 with a 5 year renewal and escalation clause.

- **Contract Number 10-LAC-1 for \$4,889,870.00: Outdoor Advertising for Land Acquisition.** Perform sign control responsibilities in a geographical area that encompasses the entire State. Required to perform sign inventory tasks, conduct surveillance of the State's controlled route network, evaluate permit applications, create correspondence related to various sign control action items, enter current and accurate outdoor advertising control information into the Outdoor Advertising control System database and perform additional signboard control duties as required. Start date: 11-12-10 thru 11-11-13 with a 3 year renewal term and has escalation clause.



CHIEF PROCUREMENT OFFICE
Fred Hahn, Capital Development Board

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**EXECUTIVE
ETHICS COMMISSION**

March 22, 2012

Chad Fornoff, Executive Director
Executive Ethics Commission
401 South Spring Street
513 Wm. Stratton Building
Springfield, Illinois 62706

COPY

Re: Chief Procurement Officer for Capitol Development Board's Request to Join in Conflict of Interest Exemption Proceeding for Thomas and Beth Bartolomucci and Hanson Professional Services, Inc.

Dear Director Fornoff,

I am writing to join in the March 20, 2012 request filed by the Chief Procurement Officer for General Services, Matt Brown, wherein he asks the Executive Ethics Commission to issue an exemption in accordance with Section 50-20 of the Illinois Procurement Code. The vendor at issue in CPO Brown's request, Hanson Professional Services, Inc., presently holds six contracts with the Capitol Development Board. Each of the contracts is for architect-engineer services associated with CDB capital projects that are in design or construction. Five of the contracts were procured through a qualifications-based selection process pursuant to 30 ILCS 535, with the other procured under the Design-Build Procurement Act (30 ILCS 537). The contracts are summarized in an attachment to this letter.

As such, I would ask that the Commission allow my office to join CPO Brown, with all the same rights and privileges as CPO Brown, in requesting that an exemption be granted.

Sincerely,

Fred Hahn
Chief Procurement Officer, Capitol Development Board



Hanson Professional Services, Inc.
Bartolomucci 50-13 Conflict Issue
Contracts with CDB as of March 22, 2012

1. 546-325-057, Contract #58022710, design-build services for a Combined Support Maintenance Shop at Camp Lincoln, Springfield. The contract amount is \$531,950, with a balance to be paid of \$183,302.86. The contract inadvertently was allowed to expire in October 2010. A new contract was issued via a sole source process, with a hearing held on January 5, 2012. A modification to add \$382,433 to the contract is pending. Hanson prepared "bridging documents", which are preliminary drawings and specifications (referred to as "scope and performance criteria" in the law) that design-build entities competitively bid on. Hanson was also contracted to provide some initial A/E interface with the design-build contractor. Apparently, CDB and DMAIL were confused about who would retain Hanson to provide construction administration services during the construction portion of the project (which relates to why the contract was allowed to expire). The pending modification provides for these services. The \$14M design-build contract is in the initial construction stages.
2. 546-325-066, Contract #10004310, architect-engineer services for a project to install a geothermal system at the AGO Building at Camp Lincoln, Springfield. The contract was entered into on May 5, 2010 for \$218,300. It has been modified once, with the amount increasing by \$141,713. A second modification for \$90,700 is pending (the modification would add the North side of the building to the scope of the project). The project is in the final design stage.
3. 825-030-067, Contract #57021610, engineering services limited to the commissioning phase of a project to construct a new Science Building for SIUE. The contract was awarded on November 28, 2006 at \$38,500. It has been modified six times and is now valued at \$1,031,445, of which \$255,987.41 has been paid. The project is approximately 80% complete.
4. 825-040-029, Contract #11005310, an A/E contract for miscellaneous campus upgrades at SIU School of Medicine. The contract was entered into on August 16, 2011 for \$5,191, and it has been modified once and is now valued at \$36,879. The work is in the final design stage.
5. 830-010-328, Contract #55023210, an A/E contract for upgrading roads/replacing Allerton Park Bridge. The contract was entered into on April 1, 2005 for \$20,800, and it has been modified five times to a present value of \$385,407. The project is in the initial stages of construction.
6. 830-010-332, Contract #58000110, an engineering contract for commissioning services for a Post-Harvest facility at UIUC. The contract was entered in 2007 at \$22,500, and it has been modified once and is now valued at \$214,865. The project is in the final design stage.



CHIEF PROCUREMENT OFFICE

Bill Grunloh, Department of Transportation - Highway Construction

March 22, 2012

Chad Fornoff, Executive Director
Executive Ethics Commission
401 South Spring Street
513 Wm. Stratton Building
Springfield, Illinois 62706

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MAR 22 2012
EXECUTIVE
ETHICS COMMISSION

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Re: Chief Procurement Officer for Illinois Department of Transportation's Request to Join in Conflict of Interest Exemption Proceeding for Thomas and Beth Bartolomucci and Hanson Professional Services, Inc.

Dear Director Fornoff,

I am writing to join in the March 20, 2012 request filed by the Chief Procurement Officer for General Services, Matt Brown, wherein he asks the Executive Ethics Commission to issue an exemption in accordance with Section 50-20 of the Illinois Procurement Code. The vendor at issue in CPO Brown's request, Hanson Professional Services, Inc., presently holds contracts with the Illinois Department of Transportation. As such, I would ask that the Commission allow my office to join CPO Brown, with all the same rights and privileges as CPO Brown, in requesting that an exemption be granted.

Sincerely,

Bill Grunloh

Chief Procurement Officer, Illinois Department of Transportation

EXHIBIT

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**Hanson Professional Services, Inc.
Bartolomucci 50-13 Conflict Issue
Contracts with IDOT as of March 27, 2012**

The total number of contracts IDOT has with Hanson through the Quality Based Selection is 13 with a total value of \$20,538,177.00. The following is a list of current contracts

1. Contract P-97-006-00, IDOT Reference Number 120-032P-1 – contract plans, specifications, and estimates for the grade separation structure(s) at the intersection of a railroad and grade crossing at 3rd Street and 5th Street with eastbound and westbound IL 15 in Mt. Vernon. Total dollar amount is \$769,637 and authorized start date was 7/31/2002.
2. Contract D-96-546-02, IDOT Reference Number 130-013P-2 – contract plans, specifications and estimates for the proposed US24/US67 interchange. Total dollar amount is \$327,890 and authorized start date was 5/14/2004.
3. Contract D-93-021-05, IDOT Reference Number 135-014P-2 – contract plans, specifications and estimates for the reconstruction of the I-80 interchange at Utica. Total dollar amount is \$796,402 and authorized start date was 6/15/2005.
4. Contract P-92-045-02, IDOT Reference Number 137-009P-1 – planning studies for structures and roadway work on I-280 near the Quad Cities. Total dollar amount is \$402,895 and authorized start date was 4/26/2006.
5. Contract D-92-045-02, IDOT Reference Number 137-009P-2 – contract plans, specifications and estimates for structures and roadway work on I-280 near the Quad Cities. Total dollar amount is \$1,209,990 and authorized start date was 12/08/2009.
6. Contract P-92-111-06, IDOT Reference Number 141-004P-1 – location design report for the I-39 US 20 interchange and US 20 Harrison Avenue interchange south of Rockford. Total dollar amount is \$2,741,512 and authorized start date was 4/12/2007.
7. Contract D-96-506-07, IDOT Reference Number 143-017P-2 – contract plans, specifications and estimates for structures and roadway work on I-78 over the Sangamon River, Big Lake Overflow, and over Wolfe Lake. Total dollar amount is \$709,981 and authorized start date was 7/24/2007.
8. Contract R-98-016-07, IDOT Reference Number 145-030P-1 – project manager for land acquisition services throughout Statewide. Total dollar amount is \$1,000,000 and authorized start date was 8/4/2008.
9. Contract P-99-006-08, IDOT Reference Number 148-035P-1 – on call engineering services for phase 1 (planning) and phase 2 (design) for various bridge projects statewide. Total dollar amount is \$2,000,000 and authorized start date was 10/31/2008.

10. Contract P-91-184-09, IDOT Reference Number 150-007P-1 – on call engineering for bridge studies, conditions reports and type size location drawings. Total dollar amount is \$1,188,517 and authorized start date was 8/19/2009.
11. Contract D-96-516-05, IDOT Reference Number 155-054P-1 – planning studies for the reconstruction of I-55 from south of the Toronto Road interchange in Springfield to North of the I-55/Bus 55 merge in Sherman. Total dollar amount is \$5,490,718 and the start date was 2/24/2011.
12. Contract D-30-007-11, IDOT Reference Number 158-034P-2 - on call engineering services for structural engineering services for various statewide projects. Total dollar amount is \$1,000,000 and start date was 5/16/2011.
13. Contract P-30-002-11, IDOT Reference Number 890-171STA – Tier 1 Environmental impact Statement for Chicago to St Louis for High Speed Rail. Total dollar amount is \$2,900,635 and start date was 10/20/2010.

Total number of contracts IDOT has with Hanson through Land Acquisition Services is 4 with a total value of \$2,075,000.00. All four (4) contracts are for Land Acquisition services which include appraisals, negotiations, relocation, property management and project management services. The following is a list of current contracts.

1. Contract LAV4C is for \$400,000. The term of the contract is 1/13/2012 – 1/12/2017.
2. Contract LAV6A is for \$600,000. The term of the contract is 12/31/2008 - 9/15/2012.
3. Contract LAV6A1 is for \$600,000. The term of the contract is 1/23/2012 - 1/23/2016.
4. Contract LAV9E is for \$475,000. The term of the contract is 8/20/2010 - 7/1/2016.



CHIEF PROCUREMENT OFFICE
Ben Bagby, Higher Education

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**EXECUTIVE
ETHICS COMMISSION**

March 28, 2012

Chad Fornoff, Executive Director
Executive Ethics Commission
401 South Spring Street
513 Wm. Stratton Building
Springfield, Illinois 62706

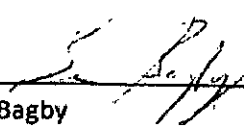
Re: Chief Procurement Officer for Higher Education's Request to Join in Conflict of Interest Exemption Proceeding for Thomas and Beth Bartolomucci and Hanson Professional Services, Inc.

Dear Director Fornoff:

I am writing to join in the March 20, 2012, request filed by the Chief Procurement Officer for General Services, Matt Brown, wherein he asks the Executive Ethics Commission to issue an exemption in accordance with Section 50-20 of the Illinois Procurement Code. The vendor at issue in CPO Brown's request, Hanson Professional Services, Inc., presently holds contracts with Northern Illinois and the University of Illinois. We are still searching and may find that some other universities have contracts with this vendor and will supplement this letter as necessary.

Please allow my office to join CPO Brown, with all the same rights and privileges as CPO Brown, in requesting that an exemption be granted.

Sincerely,


Ben Bagby

Chief Procurement Officer, Higher Education





CHIEF PROCUREMENT OFFICE

Ben Bagby, Higher Education

Contract Summaries

Northern Illinois University

	<u>Reference #</u>	<u>Start/End</u>	<u>Scope</u>	<u>Dollar Value</u>
1.	SMO42811	11/30/11 – 6/30/12	Engineering Retainer.	249,000
2.		3/23/12 – 6/30/12	Site survey of Kishwaukee Drive & adjacent parking lots. Is an order under the Engineering Retainer (SMO42811)	10,850
3.	HPP-0623(107)	2/1/11 -	West Campus Expansion. Represents NIU's financial participation in road construction project under IDOT's jurisdiction. Includes NIU funds (thus the agreement), federal and state funds.	586,067

SIU – Medical School

1.	0475	7/1/10 – 6/30/11 plus renewals	Consulting on projects on an as needed basis.	115,000
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1.		7/1/11 – 6/30/12 with renewals	Engineering retainer to be used on an as needed basis.	Hourly rate or fixed fee per project
2.	PO442563	7/1/11 – 6/30/12	Fuel oil recovery.	49,000
3.	PSSU11062 / 312918	8/29/11 – 4/15/12	High speed rail feasibility study (concept stage), including route engineering and various cost reviews.	264,004

IN THE EXECUTIVE ETHICS COMMISSION
OF THE STATE OF ILLINOIS

STATE OF ILLINOIS
COUNTY OF SANGAMON

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In re Beth Bartolomucci
Case No. 12-EEC-009

AFFIDAVIT OF JOHN P. COOMBE

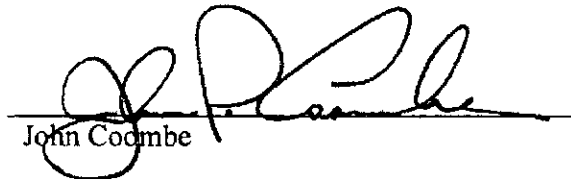
I, John P. Coombe, being first duly sworn upon oath, state that I have personal knowledge of the facts set forth herein, that I am competent to testify, and if called to testify, would state as follows:

1. My name is John P. Coombe. If called to testify in this proceeding, I could and would testify to the following facts based on my personal knowledge.
2. I am currently the Executive Vice President and Chief Operating Officer for Hanson Professional Services Inc. ("Hanson").
3. I am a licensed professional engineer and a licensed structural engineer in the State of Illinois. I received my Bachelor of Science degree in Civil Engineering from the University of Notre Dame in 1975 and my Master's Degree in Civil Engineering from the University of Illinois at Champaign in 1978.
4. I joined an engineering firm in 1978 following receipt of my Master's Degree. I joined Hanson in 1980, and I have been employed by Hanson since then. In the past twenty years, I have held various supervisory and management positions at Hanson. I am familiar with Hanson's corporate and ownership structures, the valuation of Hanson's stock and history of Hanson's stock dividend distribution.



5. Sergio "Satch" Pecori, Hanson's President and Chief Executive Officer, previously testified in his affidavit filed April 5, 2012 that the Hanson stock owned by Hanson employee, Tom Bartolomucci, Jr., was valued at \$183,163.50.
6. For year 2011, Mr. Bartolomucci has received dividends on his stock of \$3,875. Mr. Bartolomucci also is entitled to receive a distribution in 2012 from the employee stock ownership plan ("ESOP") in an amount estimated to be \$2,800.
7. Based upon these figures, Mr. Bartolomucci did not and will not receive distributable income in 2012 in excess of \$177,412.00 as a result of his ownership of Hanson stock. Even if the distribution attributable to his participation in the Hanson ESOP were included, the dividend amount would not exceed \$177,412.00.
8. I have read the foregoing statements, and they are true and correct to the best of my knowledge and belief.

FURTHER AFFIANT SAYETH NOT.


John Cocombe

SUBSCRIBED and SWORN TO
before me this 25th day of April, 2012.


NOTARY PUBLIC

